Fill in this information to identify the case:

Debtor Name Serenova, LLC

United States Bankruptcy Court for the: Southern District of Texas

(State)

Case number: 23-50041

Official Form 426

Periodic Report Regarding Value, Operations, and Profitability of Entities in Which the Debtor's Estate Holds a Substantial or Controlling Interest

12/17

This is the *Periodic Report* as of 6/28/2023 on the value, operations, and profitability of those entities in which a Debtor holds, or two or more Debtors collectively hold, a substantial or controlling interest (a "Controlled Non-Debtor Entity"), as required by Bankruptcy Rule 2015.3. For purposes of this form, "Debtor" shall include the estate of such Debtor.

Serenova, LLC holds a substantial or controlling interest in the following entities:

Name of Controlled Non-Debtor Entity	Interest of the Debtor	Tab #
See Exhibit 1		

This *Periodic Report* contains separate reports (*Entity Reports*) on the value, operations, and profitability of each Controlled Non-Debtor Entity.

Each Entity Report consists of five exhibits.

Exhibit A contains the most recently available: balance sheet, statement of income (*loss*), statement of cash flows, and a statement of changes in shareholders' or partners' equity (*deficit*) for the period covered by the *Entity Report*, along with summarized footnotes.

Exhibit B describes the Controlled Non-Debtor Entity's business operations.

Exhibit C describes claims between the Controlled Non-Debtor Entity and any other Controlled Non-Debtor Entity.

Exhibit D describes how federal, state or local taxes, and any tax attributes, refunds, or other benefits, have been allocated between or among the Controlled Non-Debtor Entity and any Debtor or any other Controlled Non-Debtor Entity and includes a copy of each tax sharing or tax allocation agreement to which the Controlled Non-Debtor Entity is a party with any other Controlled Non-Debtor Entity.

Exhibit E describes any payment, by the Controlled Non-Debtor Entity, of any claims, administrative expenses or professional fees that have been or could be asserted against any Debtor, or the incurrence of any obligation to make such payments, together with the reason for the entity's payment thereof or incurrence of any obligation with respect thereto.

This Periodic Report must be signed by a representative of the trustee or debtor in possession.

Debtor Name: Serenova, LLC Case number: 23-50041

The undersigned, having reviewed the *Entity Reports* for each Controlled Non-Debtor Entity, and being familiar with the Debtor's financial affairs, verifies under the penalty of perjury that to the best of his or her knowledge, (i) this *Periodic Report* and the attached *Entity Reports* are complete, accurate, and truthful to the best of his or her knowledge, and (ii) the Debtor did not cause the creation of any entity with actual deliberate intent to evade the requirements of Bankruptcy Rule 2015.3

For non-individual Debtors:	×/s/ Michael Yoshimura					
	Signature of Authorized Individual					
	Michael Yoshimura					
	Printed name of Authorized Individual Date 6 / 28 / 2023					
For individual Debtors:	×	×				
	Signature of Debtor 1	Signature of Debtor 2				
	Printed name of Debtor 1	Printed name of Debtor 2				
	Date	Date MM / DD /YYYY				

Case number $\underline{23\text{-}50041}$

Exhibit A: Financial Statements for [See Attached Exhibits A-1 through A-4]

For the Non-Debtor entities listed in Exhibit 1

Case number $\underline{23\text{-}50041}$

Exhibit A-1: Balance Sheet for the Non-Debtor Entities in Exhibit 1 as of 4/30/2023

See Exhibit A-1 Attached

Case number <u>23-50041</u>

Exhibit A-2: Statement of Income (Loss) for Non-Debtor entities in Exhibit 1

See Exhibit A-2 Attached

Debtor Name Serenova, LLC Case number 23-50041

Exhibit A-3: Statement of Cash Flows for the Non-Debtor Entities listed in Exhibit 1

See Exhibit A-3 Attached

Debtor Name Serenova, LLC Case number 23-50041

Exhibit A-4: Statement of Changes in Shareholders'/Partners' Equity (*Deficit*) for the Non-Debtor Entities Listed in Exhibit 1

See Exhibit A-4 Attached

Case number <u>23-50041</u>

Exhibit B: Description of Operations for Non-Debtor Entities

Loxysoft WFM AB - Sweden entity that sold and supported the Debtors' Proscheduler product and is in formal liquidation

LiveOps New Zealand Ltd - The Debtors plan to liquidate this entity, which is cost plus with no employees and no customers

LiveOps UK, Ltd. - In the process of liquidating this entity, which has no employees, no customers, and is cost plus entity

LiveOps Cloud Platform Canada, Inc. - This entity has approx. 10 employees (all software engineers) and it is a cost plus entity with no customers

Case number $\underline{23\text{-}50041}$

Exhibit C: Description of Intercompany Claims

The claims are inter-company payables and receivables arising from the normal course of business.

Case number <u>23-50041</u>

Exhibit D: Allocation of Tax Liabilities and Assets

Not Applicable. The Debtor files taxes with the respective local jurisdictions.

Debtor Name Serenova, LLC Case number 23-50041

Exhibit E: Description of Controlled Non-Debtor Entity's payments of Administrative Expenses, or Professional Fees otherwise payable by a Debtor

Not applicable. The Debtor entities pay for their own administrative expenses and professional fees.

Debtor Name: <u>Serenova, LLC</u> Case No.: 23-50041

General Notes to the Official Form 2015.3

This periodic report (the "Periodic Report") has been prepared solely for the purpose of complying with Rule 2015.3 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). This Periodic Report includes each entity that is not a publicly traded corporation or a Debtor (as defined below) and is directly owned by a Debtor's estate (each a "Non-Debtor" or a "Controlled Non-Debtor Entity").

The information included in this Periodic Report has been provided by the Debtors' management. The Debtor, Serenova, LLC has controlling ownership of the listed Non-Debtor entities. Further, this Periodic Report is limited in scope, covers a limited time period, and has been prepared solely for purposes of fulfilling the requirements of Bankruptcy Rule 2015.3.

Description of these Chapter 11 Cases

On May 16, 2023 (the "Petition Date"), the Debtors commenced with the United States Bankruptcy Court for the Southern District of Texas (the "Court") voluntary cases under Chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The Debtors are authorized to continue operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors' Chapter 11 cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1 under the caption Serenova, LLC, Case No. 23-50041, pursuant to an order entered by the Bankruptcy Court on May 16, 2023 [Docket No. 2]. Additional information about these Chapter 11 cases, court filings, and claims information is available on the Debtors' restructuring website: http://www.kccllc.net/lifesize.

Financial Statement

The Debtors are providing balance sheets, income statements, cash flow statements, and statements of changes in stockholders equity for the Non-Debtor entities. The unaudited financial statements presented in this Periodic Report are derived from the consolidated books and records of the Debtors and its non-debtor subsidiaries. The presentation in this Periodic Report does not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. The financial statements and supplemental information contained herein represent condensed information, are limited in scope, and cover a limited time period.

Management made reasonable efforts to ensure that the financial information is accurate and complete based on information that was available to them at the time of preparation. Subsequent information or discovery may result in material changes to the information. Notwithstanding any such discovery, new information, errors or omissions, the Debtors do not undertake any obligation or commitment to update this Periodic Report. Nothing contained in this Periodic Report shall constitute a waiver of any rights of the Debtors, including the right to amend the information contained herein. The financial information disclosed herein was not prepared in accordance with federal or state securities laws or other applicable non-bankruptcy law or in lieu of complying with any periodic reporting requirements thereunder. The results of operations contained herein are not necessarily indicative of results that are expected from any other period and may not necessarily reflect the results of operations or financial position of the non-Debtors in the future. This Periodic Report is limited in scope, covers a limited time period, and has been prepared solely for purposes of fulfilling the requirements of Bankruptcy Rule 2015.3.

Current Values

The Debtors do not maintain fair market value or other bases of valuation for these entities, which may differ substantially from the net book value of these entities.

Reservation of Rights

Nothing contained in this Periodic Report shall constitute a waiver or admission by the Debtors in any respect, nor shall this Periodic Report or any information set forth herein waive or release any of the Debtors' rights or admission with respect to these Chapter 11 cases, or their estates, including with respect to, among other things, matters involving objections to claims, substantive consolidation, equitable subordination, defenses, characterization or recharacterization of contracts, assumption or rejection of contracts under the provisions of Chapter 3 of the Bankruptcy Code and/or causes of action under the provisions of Chapter 5 of the Bankruptcy Code or any other relevant applicable laws to recover assets or avoid transfers. The Debtors are reviewing the assets and liabilities of their affiliates on an ongoing basis, including without limitation with respect to intercompany claims and obligations, and nothing contained in this Periodic Report shall constitute a waiver of any of the Debtors' or their affiliates' rights with respect to such assets, liabilities, claims, and obligations that may exist.

Currency

The amounts herein are presented in United States dollars, unless otherwise noted.

Loxysoft WFM AB

The report notes Loxysoft WFM AB as one of the Non-Debtor entities. This entity has had a name change to "Lifesize Sweden AB".

Official Form 426

Exhibit 1 - Serenova LLC holds a substantial or controlling interest in the following entities:

The Debtors holds a substantial or controlling interest in the following entities:

Name of Controlled Non-Debtor Entity	Interest of the Debtor
Loxysoft WFM AB ("Lifesize Sweden AB")	100% owned by Serenova LLC
LiveOps New Zealand Ltd.	100% owned by Serenova LLC
LiveOps UK, Ltd.	100% owned by Serenova LLC
LiveOps Cloud Platform Canada, Inc.	100% owned by Serenova LLC

Serenova, LLC Non-Debtors - Balance Sheet End of APR-2023 Exhibit A-1

	LiveOps Cloud Platform Canada, Inc	LiveOps New Zealand Limited	LiveOps UK LTD.	Loxysoft WFM AB, a company of Serenova, LLC
Total Bank	\$ -	\$ -	\$ 2,330	\$ 1,855
Total Accounts Receivable	-	-	-	(37)
11601 - VAT Receivable	136	1,125	71	(1,739)
11701 - Miscellaneous Receivable	(592)	-	-	-
14251 - Prepaid Expenses- Misc.	-	6,044	-	-
14253 - Prepaid Expenses -Health Insur	-	-	-	-
14254 - Prepaid Expenses-Insurance	875	-	-	-
Total - 14611 - I/C Receivable	(848,037)	764,949	(583,927)	365,917
Total Other Current Asset	(847,619)	772,118	(583,856)	364,179
Total Current Assets	(847,619)	772,118	(581,526)	365,996
Total Fixed Assets	-	-	-	-
17702 - Depst on Ofc Equip/Leased Ofc	=	-	-	-
18001 - Goodwill	-	-	-	-
19999 - Foreign Currency Clearance	(33,241)	-	-	-
Total Other Assets	(33,241)	-	-	-
Total ASSETS	(880,860)	772,118	(581,526)	365,996
Total Accounts Payable	68,572	18,996	18,917	-
21411 - Accrued General	1,959	10,731	25,245	6,668
21812 - Holiday Pay Accruals	-	-	-	0
21813 - Accrual 13th/14th Salary	=	-	-	-
21821 - Payroll Tax Accruals	-	10,437	0	-
21833 - Pension Accruals	-	-	(34)	-
21901 - Accrued Severance	-	-	-	-
22031 - Income Taxes Payable Prior Year	158,695	46,915	37,707	-
22032 - Income Taxes Payable Current Year	29,525	12,346	18,842	-
22033 - Income Taxes Payable - Foreign	63,564	-	10,671	-
22041 - VAT Payable (Out) @ Rate 1	-	-	-	5,666
22051 - Withholding Tax Payable	-	-	-	-
25009 - Dividends Payable	-	230,269	-	-
27071 - I/C Payable	1,073,954	140,717	552,308	391,401
Total Other Current Liability	1,327,697	451,415	644,738	403,735
Total Current Liabilities	1,396,270	470,410	663,656	403,735
Total Long Term Liabilities	-	-	-	-
29112 - Common Stock	=	1	2	-
29113 - I/C Common Stock	=	-	-	209,098
29181 - Additional Paid in Capital - Preferred Stock	-	410,853	75,976	-
30050 - Distributions	-	(312,230)	-	-
Retained Earnings	(2,070,635)	202,767	(1,318,311)	(247,085)
Net Income	(206,495)	317	(2,848)	248
Total Equity	(2,277,130)	301,707	(1,245,181)	(37,739)
Total Liabilities & Equity	\$ (880,860)	\$ 772,118	\$ (581,526)	\$ 365,996

Serenova, LLC

Non-Debtors - Balance Sheet

Total Liabilities & Equity

End of Jan-2023 Exhibit A-1

Exhibit A-1				
	LiveOps Cloud Platform Canada, Inc	LiveOps New Zealand Limited	LiveOps UK LTD.	Loxysoft WFM AB, a company of Serenova, LLC
Current Assets				
Total Bank	\$ -	\$ -	\$ 2,998	\$ 907
11601 - VAT Receivable	-	-	-	(1,739)
14251 - Prepaid Expenses- Misc.	-	1,476	-	-
14254 - Prepaid Expenses-Insurance	1,250	-	-	(447)
Total - 14611 - I/C Receivable	(848,037)	764,949	(593,826)	309,282
Total Other Current Asset	(846,787)	766,425	(593,826)	307,096
Total Current Assets	(846,787)	766,425	(590,828)	308,003
Total Fixed Assets	-	-	-	(1,030)
Total ASSETS	(846,787)	766,425	(590,828)	306,972
Total Accounts Payable	79,614	10,358	19,076	-
21221 - Accrued AP	-	-	-	-
21411 - Accrued General	1,959	10,731	25,334	5,636
21812 - Holiday Pay Accruals	-	-	-	-
21813 - Accrual 13th/14th Salary	-	-	-	-
21821 - Payroll Tax Accruals	-	11,562	-	-
21833 - Pension Accruals	-	-	(34)	-
22031 - Income Taxes Payable Prior Year	159,632	48,741	36,941	-
22032 - Income Taxes Payable Current Year	29,699	12,827	18,464	-
22033 - Income Taxes Payable - Foreign	63,604	-	10,671	-
22041 - VAT Payable (Out) @ Rate 1	-	-	-	5,666
25009 - Dividends Payable	-	230,269	-	-
27071 - I/C Payable	889,340	140,547	541,054	333,658
Total Other Current Liability	1,144,234	454,677	632,430	344,960
Total Current Liabilities	1,223,848	465,034	651,506	344,960
Total Long Term Liabilities	-	-	-	-
29112 - Common Stock	-	1	2	
29113 - I/C Common Stock	-	-	-	209,098
29181 - Additional Paid in Capital - Preferred Stock	-	410,853	75,976	-
30050 - Distributions	-	(312,230)	-	
Total - Equity	-	98,623	75,978	209,098
Retained Earnings	(895,368)	304,961	(790,929)	(649,277)
Net Income	(1,175,268)	(102,193)	(527,382)	402,191
Total Equity	(2,070,635)	301,391	(1,242,333)	(37,987)

\$ (846,787) \$ 766,425 \$ (590,828)

\$ 306,972

Serenova, LLC Non-Debtor Entities - Income Statement From FEB-22 to JAN-23

February 2022 thru January 2023	LiveOps Cloud Platform Canada, Inc	LiveOps New Zealand Limited	LiveOps UK LTD.	Loxysoft WFM AB, a company of Serenova, LLC
Total Revenue	\$ -	\$ -	\$ -	\$ -
Total Cost of Sales	15	15	-	-
Salaries and Wages	715,537	-	184,414	48,606
Variable Compensation	15,081	-	71,854	-
Fringe Benefits	64,531	14,930	84,874	(210,985)
Travel and Entertainment	648	-	1,587	-
Professional Services	13,934	18,457	71,151	(14,749)
Equipment	86	-	16	-
Other Operating Expenses	79	(122)	1,587	(6,210)
Software	78,662	-	-	-
Rent & Utilities	-	-	2,987	4,293
Telecom	2,960	-	1,690	270
Insurance	2,921	-	9,184	6,714
Taxes	-	-	-	1,458
Depreciation	26,298	-	245	3,116
Amortization	-	-	-	13,213
Management Fees & Other	68,663	(3,510)	37,942	1,726
Total Expenses	989,400	29,755	467,532	(152,549)
Net Ordinary Income	(989,400)	(29,755)	(467,532)	427,745
Interest Income / (Expense)	-	-	(21)	45
Exchange Gain/Loss Net	-	-	-	(1)
Gain/Loss on Sale of Fixed Assets	-	-	-	4,532
Provision for Income Taxes	189,331	71,406	65,631	-
Realized Exchange Gain/Loss	53	(1,014)	(6,565)	(9,753)
Unrealized Exchange Gain/Loss	(3,517)	2,047	839	23,520
Unrealized Matching Gain/Loss	-	-	(34)	7,212
Total Other Expense	185,868	72,438	59,851	25,554
Net Other Income	(185,868)	(72,438)	(59,851)	(25,554)
Net Income	\$ (1,175,268)	\$ (102,193)	\$ (527,382)	\$ 402,191

Serenova, LLC Non-Debtor Entities - Income Statement From FEB-23 to APRIL-23

Exhibit A -2

February 2023 thru April 2023	LiveOps Cloud Platform Canada, Inc	LiveOps New Zealand Limited	LiveOps UK LTD.	Loxysoft WFM AB, a company of Serenova, LLC
Total Revenue	\$ -	\$ -	\$ -	\$ -
Total Cost of Sales	-	-	-	-
Salaries and Wages	158,551	-	-	_
Variable Compensation	4,582	-	-	-
Fringe Benefits	20,286	-	-	-
Travel and Entertainment	292	-	171	-
Professional Services	4,142	3,609	441	-
Other Operating Expenses	-	-	375	-
Software	19,701	-	-	-
Telecom	-	-	347	-
Insurance	375	-	-	-
Total Expenses	207,928	3,609	1,334	=
Net Ordinary Income	(207,928)	(3,609)	(1,334)	-
Interest Income / (Expense)	-	-	(17)	-
Exchange Gain/Loss Net	-	-	-	-
Gain/Loss on Sale of Fixed Assets	-	-	-	(1,030)
Realized Exchange Gain/Loss	45	(0)	(12)	-
Unrealized Exchange Gain/Loss	(1,479)	(3,926)	1,561	782
Unrealized Matching Gain/Loss	=	-	(18)	=
Total Other Expense	(1,433)	(3,926)	1,514	(248)
Net Other Income	1,433	3,926	(1,514)	248
Net Income	\$ (206,495)	\$ 317	\$ (2,848)	\$ 248

Serenova, LLC Non-Debtor Entities - Cash Flow Statement From FEB-22 to JAN-23

	LiveOps Cloud Platform Canada, Inc	LiveOps New Zealand	LiveOps UK LTD.	Loxysoft WFM AB, a company of
		Limited		Serenova,
Operating Activities				
Net Income	\$ (1,175,268)	\$ (102,193)	\$ (527,382)	\$ 402,191
Adjustments to Net Income	=	=	-	-
Accounts Receivable	-	-	-	35,143
Unbilled Receivable	-	-	-	2,719
Other Current Asset	81,847	2,379	27,091	(843,699
Accounts Payable	9,642	8,573	(23,968)	(129,956
Sales Tax Payable	-	-	(2,331)	(293,223
Other Current Liabilities	1,078,283	213,118	590,890	86,849
Total Adjustments to Net Income	1,169,773	224,070	591,682	(1,142,167
Total Operating Activities	(5,495)	121,877	64,300	(739,975
Investing Activities	=	-	-	-
Fixed Asset	26,298	=	245	7,647
Other Asset	=	=	7,214	298,542
Total Investing Activities	26,298	-	7,459	306,189
Financing Activities	=	=	-	-
Long Term Liabilities	-	-	-	-
Opening Balance Equity	(286)	(4,473)	-	44,303
Other Equity	(20,517)	(117,282)	(82,937)	209,098
Total Financing Activities	(20,803)	(121,755)	(82,937)	253,401
Net Change in Cash for Period	=	122	(11,178)	(180,386
Cash at Beginning of Period	=	(122)	14,176	181,292
Cash at End of Period	\$ -	\$ -	\$ 2,998	\$ 907

Serenova, LLC Non-Debtor Entities - Cash Flow Statement FEB-23, MAR-23, APR-23

Exhibit A-3

EXHIBIT A-3				
	LiveOps Cloud Platform Canada, Inc	LiveOps New Zealand Limited	LiveOps UK LTD.	Loxysoft WFM AB, a company of
Operating Activities				
Net Income	\$ (206,495)	\$ 317	\$ (2,848)	\$ 248
Adjustments to Net Income	-	-	-	-
Accounts Receivable	-	-	-	37
Unbilled Receivable	-	-	-	-
Other Current Asset	832	(5,693)	(9,970)	(57,082)
Accounts Payable	(11,042)	8,638	(159)	-
Sales Tax Payable	-	-	(88)	1,032
Other Current Liabilities	183,464	(3,262)	12,397	57,743
Total Adjustments to Net Income	173,253	(317)	2,180	1,730
Total Operating Activities	(33,241)	-	(668)	1,978
Investing Activities	-	-	-	-
Fixed Asset	-	-	-	(1,030)
Other Asset	33,241	-	-	-
Total Investing Activities	33,241	-	-	(1,030)
Financing Activities	-	-	-	-
Long Term Liabilities	-	-	-	-
Other Equity	-	-	-	-
Total Financing Activities	-	-	-	-
Net Change in Cash for Period	-	-	(668)	948
Cash at Beginning of Period	-	-	2,998	907
Cash at End of Period	\$ -	\$ -	\$ 2,330	\$ 1,855

Serenova, LLC

Non-Debtor Entities - Changes in Sharholders Equity

FEB-23, MAR-23, APR-23; FY-22

Exhibit A-4

	LiveOps	Cloud Platforr	n Canada, Inc		LiveOps	New Zealar	nd Limited		LiveOps	UK LTD.		
	Stock	Data Migration	Retained Earnings	Total	Stock	Data Migration	Retained Earnings	Total	Stock	Data Migration	Retained Earnings	Total
Balance at 1/31/22	\$0	\$20,803	(\$895,368)	(\$874,565)	\$98,623	\$121,755	\$304,961	\$525,339	\$75,978	\$82,937	(\$790,929)	(\$632,014)
Write Off 2020 Data Migration Net income (loss)		(\$20,803)		(\$20,803) (\$1,175,268)	-	(\$121,755)	- (\$102,193)	(\$121,755) (\$102,193)	-	(\$82,937)	(\$527,382)	(\$82,937) (\$527,382)
Balance at 1/31/23	\$0	-	(\$2,070,635)	(\$2,070,635)	\$98,623	-	\$202,767	\$301,391	\$75,978	-	(\$1,318,311)	(\$1,242,333)
Net income (loss)			(\$206,495)	(\$206,495)	-	-	\$317	\$317	-	-	(\$2,848)	(\$2,848)
Balance at 4/30/23	\$0	\$0	(\$2,277,130)	(\$2,277,130)	\$98,623		\$203,084	\$301,707	\$75,978		(\$1,321,159)	(\$1,245,181)

	Loxysoft WFM AB, a company of Serenova, LLC									
	Stock	Data Migration	Retained Earnings	Total						
Balance at 1/31/22	(\$44,303)	-	(\$649,277)	(\$693,580)						
Capital allocation (I/C) - liquidation	\$253,401	-	-	\$253,401						
Net income (loss)	-	-	\$402,191	\$402,191						
Balance at 1/31/23	209,098	-	(\$247,085)	(\$37,987)						
Net income (loss)	-	-	\$248	\$248						
Balance at 4/30/23	209,098	-	(\$246,837)	(\$37,739)						